

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re: : **Chapter 7**
:
Interactive Health Solutions, Inc.,¹ : **Case No. 20–11526 (BLS)**
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Debtor. :
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:
-----X

-----X
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:
In re: : **Chapter 7**
:
Interactive Health Holdings Corp., : **Case No. 20–11527 (BLS)**
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Debtor. :
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:
-----X

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:
:
In re: : **Chapter 7**
:
IHS Intermediate, Inc., : **Case No. 20–11528 (BLS)**
:
Debtor. :
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-----X

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:
In re: : **Chapter 7**
:
Interactive Health New York, LLC, : **Case No. 20–11529 (BLS)**
:
Debtor. :
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¹ The debtors in the above-captioned chapter 7 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Interactive Health Solutions, Inc.(8756); Interactive Health Holdings Corp. (4913); IHS Intermediate, Inc. (4172); Interactive Health New York, LLC (2261); Health Solutions, Inc. (0944); and Health Solutions Services, Inc. (0325). The address of the first four Debtors is 1700 East Golf Road, Suite 900 Schaumburg, Illinois 60173 while the address of the last two Debtors is 11409 Cronhill Drive, Suite K-R, Owings Mills, Maryland 21117.

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In re:	: Chapter 7
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Health Solutions, Inc.,	: Case No. 20–11530 (BLS)
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Debtor.	:
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	:
In re:	: Chapter 7
	:
Health Solutions Services, Inc.,	: Case No. 20–11531 (BLS)
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Debtor.	:
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**GLOBAL NOTES, METHODOLOGY, AND SPECIFIC DISCLOSURES
REGARDING THE DEBTORS’ SCHEDULES OF ASSETS AND
LIABILITIES AND STATEMENT OF FINANCIAL AFFAIRS**

These Global Notes, Methodology, and Specific Disclosures (the “Global Notes”) filed by the above-captioned debtors and debtors in possession (collectively, the “Debtors”) in connection with the Debtors’ Schedules of Assets and Liabilities (the “Schedules”) and Statements of Financial Affairs (the “SOFAs”) comprise an integral part of the Schedules and SOFAs and should be referred to and considered in connection with any review of them.

1. The Debtors prepared these unaudited Schedules and SOFAs pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”). Except where otherwise noted the information provided herein is presented based on the Debtors books and records as of the beginning of business on June 14, 2020. The Debtors last performed their standard monthly accounting close procedures related to its books and records for the period ending April 30, 2020. Unless otherwise indicated, all amounts are listed as of the Petition Date or as of the latest available record date prior to the Petition Date.
2. While the Debtors have made every reasonable effort to ensure that the Schedules and SOFAs are accurate and complete, based upon information that was available to them at the time of preparation, inadvertent errors, or omissions may exist and the subsequent receipt of information and/or further review and analysis of the Debtors’ books and records may result in changes to financial data and other information contained in the Schedules and SOFAs. Moreover, because the Schedules and SOFAs contain unaudited information, which is subject to further review and potential adjustment, there can be no assurance that the Schedules and SOFAs are complete or accurate.
3. In reviewing and signing the Schedules and SOFAs, Matthew Manning, of M-III Advisory Partners, LP, the duly authorized and designated representative of the Debtors (the “Designated

Representative”), appointed in accordance with the Chapter 7 filing resolutions attached to the Chapter 7 petitions, has necessarily relied upon the prior efforts, statements and representations of other employees, personnel, and professionals of the Debtors. The Designated Representative has not (and could not have) personally verified the accuracy of each such statement and representation that collectively provide the information presented in the Schedules and SOFAs, including but not limited to, statements and representations concerning amounts owed to creditors, classification of such amounts and their addresses.

4. The Debtors reserve their rights to amend the Schedules and SOFAs as may be necessary or appropriate in the Debtors’ sole and absolute discretion, including, but not limited to, the right to assert offsets or defenses to (which rights are expressly preserved), or to dispute, any claim reflected on the Schedules as to amount, liability, or classification, or to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.” These Global Notes will apply to all such amendments. Furthermore, nothing contained in the Schedules or SOFAs shall constitute a waiver of the Debtors’ rights with respect to the chapter 7 cases and specifically with respect to any issues involving substantive consolidation, equitable subordination and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws to recover assets or avoid transfers, or an admission relating to the same.
5. Any failure to designate a claim listed on the Schedules as “disputed,” “contingent” or “unliquidated” does not constitute an admission by the Debtors that such amount is not “disputed,” “contingent” or “unliquidated.” Additionally, the dollar amounts of claims listed may be exclusive of contingent and additional unliquidated amounts. Further, the claims of individual creditors are listed as the amounts entered on the Debtors’ books and records and may not reflect credits or allowances due from such creditors to the Debtors or setoffs applied by such creditors against amounts due by such creditors to the Debtors with respect to other transactions between them. The Debtors reserve all of their rights with respect to any such credits and allowances.
6. Some of the Debtors’ scheduled assets and liabilities are unknown and/or unliquidated. In such cases, no amounts are listed or the amounts are listed as “undetermined,” “unknown,” “none calculated” or to similar effect. Accordingly, for this and other reasons, the Schedules may not fully reflect the aggregate amount of the Debtors’ assets and liabilities.
7. At times, the preparation of the Schedules and the SOFAs required the Debtors to make assumptions that may affect the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities, and/or other items. Actual results could differ from those estimates. Pursuant to Bankruptcy Rule 1009, the Debtors may amend their Schedules and SOFAs as they deem necessary and appropriate to reflect material changes. In addition, the Debtors, for the benefit of their estates, reserve the right to dispute or to assert offsets or defenses to any claim listed on the Schedules or SOFAs.
8. Given the differences between the information requested in the Schedules and the financial information utilized under Generally Accepted Accounting Principles in the United States (“GAAP”), the aggregate asset values and claim amounts set forth in the Schedules may not necessarily reflect the amounts that would be set forth in a balance sheet prepared in accordance with GAAP. Information contained in the Schedules and SOFAs has been derived from the Debtors’ books and records and historical financial statements.

9. Except as otherwise noted, each asset and liability of each Debtor is shown on the basis of net book value of the asset or liability in accordance with such Debtor's accounting books and records. Therefore, unless otherwise noted, the Schedules and SOFAs are not based upon any estimate of the current market values of the Debtors' assets and liabilities, which may not correspond to book values. It would be cost-prohibitive and unduly burdensome to obtain current market valuations of the Debtors' property interests. Except as otherwise noted, the Debtors' assets are presented, in detail, as they appear on the Debtors' accounting sub-ledgers. As such, the detail may include error corrections and value adjustments (shown as negative values or multiple line items for an individual asset). The Debtors believe that certain of their assets, including intangible assets, may have been significantly impaired by, among other things, the events leading to, and the commencement of, the Debtors' chapter 7 cases. The Debtors did not formally evaluate the appropriateness of the carrying values ascribed to their assets prior to commencement of the chapter 7 cases.
10. Owned property and equipment are recorded at cost and are shown net of depreciation. Depreciation is recorded using the straight-line method over the estimated useful lives of the assets, which range from three to seven years for furniture, fixtures, equipment, and software.
11. Certain litigation actions (collectively, the "Litigation Actions") reflected as claims against a particular Debtor may relate to any of the other Debtors. The Debtors made reasonable efforts to accurately record the Litigation Actions in the Schedules and SOFAs of the Debtor that is the party to the Litigation Action. The inclusion of any Litigation Action in the Schedules and SOFAs does not constitute an admission by the Debtors of liability, the validity of any Litigation Action, or the amount of any potential claim that may result from any claims with respect to any Litigation Action, or the amount and treatment of any potential claim resulting from any Litigation Action currently pending or that may arise in the future.
12. With respect to Schedule A/B, Part 3, the Debtors have made certain adjustments to the responses in this section and provide comments for clarification to properly reflect the Debtors' accounts receivable (the "Accounts Receivable"), with the information available. First, the Debtors excluded all customers where the net balance to such customer was shown on the Debtors' books and records as a negative amount. Second, the Debtors' unapplied cash and unposted payments accounts were netted against the Accounts Receivable in the respective Debtor entity's books and records in which they were recorded, and for purposes of this Schedule A/B, Part 3, all are assumed to be aged less than 90 days. Third, the Debtors' allowance for doubtful accounts were applied as shown on the Debtors' unaudited consolidating balance sheets and not otherwise allocated between entities, and are assumed to be aged less than 90 days. Lastly, the claims billing Accounts Receivable accounts are all assumed to be aged less than 90 days.
13. With respect to Schedule A/B, Question 3, bank account balances are reported as of close of business on June 12, 2020.
14. With respect to Schedule A/B, Question 61, the Debtors' books and records do not reflect which of the Debtor entities owns the domain names listed on Schedule A/B, Question 61, for Debtor Interactive Health Solutions, Inc. Because Debtor Interactive Health Solutions, Inc. was the primary operating company and owns 100% of the subsidiaries below it, the domain names are only listed in Debtor Interactive Health Solutions, Inc.'s Schedule A/B, Question 61.

15. Schedule D does not include beneficiaries of letters of credit. Although the claims of certain parties may be secured by a letter of credit, the Debtors' obligations under the letters of credit run to the issuers thereof, and not to the beneficiaries thereof.
16. Certain claims listed on Schedule D arose or were incurred on various dates; a determination of the date upon which each claim arose or was incurred would be unduly burdensome and cost prohibitive. Accordingly, not all such dates are included for each claim. All claims listed on Schedule D, however, appear to have arisen or been incurred before the Petition Date.
17. The descriptions provided in Schedule D are intended only to be a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in these Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements.
18. Except as specifically stated herein, real property lessors, utility companies, and other parties that may hold security deposits have not been listed on Schedule D. The Debtors have not included parties that may believe their Claims are secured through setoff rights or inchoate statutory lien rights.
19. The amounts listed on Schedule D do not include legal fees and expenses in connection with prepetition work provided on behalf of the secured lenders.
20. With respect to Schedule E/F, Part 2, all creditors and amounts listed are derived from the Debtors' accounts payable as of June 12, 2020. The Debtors are unable to state with certainty the dates that such debts were incurred, but in many instances have included the last invoice date listed in the Debtors' accounts payable books and records.
21. With respect to Schedule E/F, Part 2, where the addresses for certain creditors were not available in the Debtors' books and records, such addresses have been omitted.
22. The Debtors have included information for all of their known employees, each of whom was paid through and including June 14, 2020, on account of earned wages, salaries and paid time off. Any amounts owed to such employees are unknown, and have been listed as such on the Schedules. Appropriate correspondence regarding the commencement of these chapter 7 cases was sent to known employees and former employees immediately upon the filing of these proceedings.
23. With respect to Schedule G, Part 2, the remaining term for certain executory contracts or unexpired leases were not available based on access to the Debtors' books and records at the time of preparation of these Schedules. Such entries for remaining term have been omitted.
24. The businesses of the Debtors were complex and, while reasonable efforts have been made to ensure the accuracy of Schedule G, inadvertent errors or omissions may have occurred. The Debtors hereby reserve all of their rights to (i) dispute the validity, status or enforceability of any contracts, agreements or leases set forth in Schedule G and (ii) amend or supplement such Schedule as necessary. Furthermore, the Debtors reserve all of their rights, claims and causes of action with respect to the contracts and agreements listed on the Schedules, including the right to dispute or challenge the characterization or the structure of any transaction, document or instrument. The

presence of a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or an unexpired lease.

25. The contracts, agreements, and leases listed on Schedule G may have expired or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letter and other documents, instruments, and agreements that may not be listed therein. Certain of the real property leases listed on Schedule G may contain renewal options, guarantees of payments, options to purchase, rights of first refusal, rights to lease additional space and other miscellaneous rights. Such rights, powers, duties and obligations are not set forth on Schedule G. Additionally, the Debtors may be parties to various other agreements concerning real property, such as easements, rights of way, subordination, non-disturbance, supplemental agreements, amendments/letter agreements, title documents, consents, site plans, maps and other miscellaneous agreements. Such agreements, if any, are not set forth in Schedule G. Certain of the agreements listed on Schedule G may be in the nature of conditional sales agreements or secured financings.
26. For purposes of Schedule H, the Debtors have not listed their past insurers or current insurers as co-debtors because the Debtors are unaware of any actual present liability on the part of these parties. The Debtors reserve their rights to assert that any of the various foregoing parties (or any other party not listed on Schedule H whom the Debtors later discover to be liable in whole or part for any obligation of the Debtors) is a co-debtor with the Debtors, and neither these Global Notes nor the Schedules and SOFAs shall be deemed a waiver of any rights of the Debtors to assert that any entity not listed in response to Schedule H is a co-debtor with respect to one or more of the Debtors' obligations.
27. Prior to the commencement of these cases, during the week ending June 14, 2020, the Debtors issued multiple special payrolls to all employees for their earned wages, salaries, and paid time off. All other payrolls were made in the ordinary course of business on a biweekly basis. Due to the voluminous nature of such employee payments, the Debtors have excluded payments to rank and file employees in SOFA Question 3. For the avoidance of doubt, the Debtors have included all applicable payments to insiders in SOFA Question 4.
28. With respect to SOFA Question 3, the Debtors have included any disbursement or other transfer made by the Debtors within 90 days before the Petition Date except for those made to or on behalf of insiders (which payments appear in response to SOFA Question 4), employees, interbank transfers done as part of the Debtors' cash management system, and bankruptcy professionals (which payments appear in SOFA 11 and include any retainers paid to bankruptcy professionals during the one-year time period).
29. With respect to SOFA Questions 5, 6, 8, 10, 12, 22, 23 and 24, the Debtors have indicated a response of "None" to each Question. The Debtors have indicated such responses to the aforementioned Questions based on the information available at the time of preparation of the Schedules and SOFAs, and any information to the contrary was not available in the Debtors' books and records based upon reasonable review of available information.

30. With respect to SOFA Questions 26(b) through 26(d), the Debtors have excluded rank and file accountants and bookkeepers in response to this Question, instead listing those officers who supervised them, as well as the Debtors' external accounting and audit firms.
31. With respect to SOFA Question 26(d), the Debtors have provided financial statements in the ordinary course of their businesses to numerous financial institutions, creditors and other parties within two years immediately before the Petition Date. The disclosure of each such parties would be impractical and burdensome as the Debtors generally do not track such sharing. Moreover, the parties with which the Debtors have shared such financial statements may have in turn further shared the financial statements with other entities without the Debtors' knowledge or consent.
32. The Debtors and their past or present officers, employees, attorneys, professionals and agents (including, but not limited to, the Designated Representative), do not guarantee or warrant the accuracy, completeness, or currentness of the data that is provided herein and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts, errors or omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating or delivering the information contained herein. The Debtors and their past or present officers, employees, attorneys, professionals and agents (including, but not limited to, the Designated Representative) expressly do not undertake any obligation to update, modify, revise or re-categorize the information provided herein or to notify any third party should the information be updated, modified, revised or re-categorized. In no event shall the Debtors or their past or present officers, employees, attorneys, professionals and/or agents (including, but not limited to, the Designated Representative) be liable to any third party for any direct, indirect, incidental, consequential or special damages (including, but not limited to, damages arising from the disallowance of any potential claim against the Debtors or damages to business reputation, lost business or lost profits), whether foreseeable or not and however caused arising from or related to any information provided herein or omitted herein.
33. The Debtors have excluded certain categories of assets and liabilities from the Schedules and SOFAS, such as but not limited to, tax accruals, accrued salaries, employee benefit accruals, and accrued accounts payable. The Debtors also have excluded potential rejection damage claims of counterparties to executory contracts and unexpired leases that have been or may be rejected. In addition, other immaterial assets and liabilities may also have been excluded.

Fill in this information to identify the case:

Debtor name Interactive Health Holdings Corp.United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)

1a. Real property:

Copy line 88 from Schedule A/B..... \$ 0.00

1b. Total personal property:

Copy line 91A from Schedule A/B..... \$ 625,000.00

1c. Total of all property:

Copy line 92 from Schedule A/B..... \$ 625,000.00

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D..... \$ 184,443,852.46

3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims:

Copy the total claims from Part 1 from line 5a of Schedule E/F..... \$ 0.00

3b. Total amount of claims of nonpriority amount of unsecured claims:

Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F..... +\$ 0.00

4. Total liabilities

Lines 2 + 3a + 3b

\$ 184,443,852.46

Fill in this information to identify the case:

Debtor name Interactive Health Holdings Corp.United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: *Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

☒ No. Go to Part 2.

☐ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. _____

4. Other cash equivalents (Identify all)

4.1. _____

5. Total of Part 1.

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$0.00

Part 2: Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

☒ No. Go to Part 3.

☐ Yes Fill in the information below.

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1. _____

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Debtor Interactive Health Holdings Corp.
Name

Case number (If known) _____

Description, including name of holder of prepayment

8.1. _____

9. **Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

<u>\$0.00</u>

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- ☒ No. Go to Part 4.
☐ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less: _____ =
face amount doubtful or uncollectible accounts

11b. Over 90 days old: _____ =
face amount doubtful or uncollectible accounts

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

<u>\$0.00</u>

Part 4: Investments

13. Does the debtor own any investments?

- ☐ No. Go to Part 5.
☒ Yes Fill in the information below.

Valuation method used for current
value

Current value of debtor's interest

14. **Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock:

14.1. _____

15. **Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture**

Name of entity: _____ % of ownership

15.1. IHS Intermediate, Inc. 100 % _____ Unknown

16. **Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**

Describe:

16.1. _____

Debtor Interactive Health Holdings Corp.
Name

Case number (If known) _____

Describe:

17. **Total of Part 4.**
Add lines 14 through 16. Copy the total to line 83.

Unknown**Part 5: Inventory, excluding agriculture assets**

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☒ No. Go to Part 6.
☐ Yes Fill in the information below.

	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19.	Raw materials				
20.	Work in progress				
21.	Finished goods, including goods held for resale				
22.	Other inventory or supplies				

23. **Total of Part 5.**
Add lines 19 through 22. Copy the total to line 84.

\$0.00

24. Is any of the property listed in Part 5 perishable?

- ☐ No
☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

☐ No

☐ Yes. Book value _____ Valuation method _____ Current Value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

☐ No☐ Yes**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Debtor Interactive Health Holdings Corp.

Case number (If known) _____

Name

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28.	Crops-either planted or harvested			
29.	Farm animals Examples: Livestock, poultry, farm-raised fish			
30.	Farm machinery and equipment (Other than titled motor vehicles)			
31.	Farm and fishing supplies, chemicals, and feed			
32.	Other farming and fishing-related property not already listed in Part 6			
33.	Total of Part 6. Add lines 28 through 32. Copy the total to line 85.			\$0.00
34.	Is the debtor a member of an agricultural cooperative? <input type="checkbox"/> No <input type="checkbox"/> Yes. Is any of the debtor's property stored at the cooperative? <input type="checkbox"/> No <input type="checkbox"/> Yes			
35.	Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed? <input type="checkbox"/> No <input type="checkbox"/> Yes. Book value _____ Valuation method _____ Current Value _____			
36.	Is a depreciation schedule available for any of the property listed in Part 6? <input type="checkbox"/> No <input type="checkbox"/> Yes			
37.	Has any of the property listed in Part 6 been appraised by a professional within the last year? <input type="checkbox"/> No <input type="checkbox"/> Yes			

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☒ No. Go to Part 8.
- ☐ Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest

Debtor Interactive Health Holdings Corp. Case number (If known) _____

Name

39. Office furniture

40. Office fixtures

41. Office equipment, including all computer equipment and communication systems equipment and software

42. **Collectibles** *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

42.1.

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$0.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

☐

No

☐

Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

☐

No

☐

Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

☒

No. Go to Part 9.

☐

Yes Fill in the information below.

General description

Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)

Net book value of debtor's interest

(Where available)

Valuation method used for current value**Current value of debtor's interest**

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

47.1.

48. **Watercraft, trailers, motors, and related accessories** *Examples:* Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1.

49. Aircraft and accessories

49.1..

Debtor Interactive Health Holdings Corp.
Name

Case number (If known) _____

50. **Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**

51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. **Is a depreciation schedule available for any of the property listed in Part 8?**

☐ No

☐ Yes

53. **Has any of the property listed in Part 8 been appraised by a professional within the last year?**

☐ No

☐ Yes

Part 9: Real property

54. **Does the debtor own or lease any real property?**

☒ No. Go to Part 10.

☐ Yes Fill in the information below.

55. **Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest**

Description and location of property

Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available.

Nature and extent of debtor's interest in property

Net book value of debtor's interest
(Where available)

Valuation method used for current value

Current value of debtor's interest

55.1.

56. **Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets.

Copy the total to line 88.

\$0.00

57. **Is a depreciation schedule available for any of the property listed in Part 9?**

☐ No

☐ Yes

58. **Has any of the property listed in Part 9 been appraised by a professional within the last year?**

☐ No

☐ Yes

Part 10: Intangibles and intellectual property

59. **Does the debtor have any interests in intangibles or intellectual property?**

☒ No. Go to Part 11.

☐ Yes Fill in the information below.

General description

Net book value of debtor's interest
(Where available)

Valuation method used for current value

Current value of debtor's interest

60. **Patents, copyrights, trademarks, and trade secrets**

Debtor Interactive Health Holdings Corp. Case number (if known) _____

Name

61. Internet domain names and websites

62. Licenses, franchises, and royalties

63. Customer lists, mailing lists, or other compilations

64. Other intangibles, or intellectual property

65. Goodwill

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107?

☐ No☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

☐ No☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

☐ No☐ Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☐ No. Go to Part 12.☒ Yes Fill in the information below.

Current value of debtor's interest

71. Notes receivable

Description (include name of obligor)

Debtor Interactive Health Holdings Corp. Case number (if known) _____

Name

None

Total face amount

doubtful or uncollectible amount

72. **Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local)

Federal tax refund

Tax year 2019\$625,000.0073. **Interests in insurance policies or annuities**

Allianz Global Risks US Insurance Co. (Policy USF00488119)

Unknown

AXIS Insurance Company (Policy MCN639969/01/2019)

Unknown

Columbia Casualty Company (Policy 596598797)

Unknown74. **Causes of action against third parties (whether or not a lawsuit has been filed)**

Nature of claim

Amount requested

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

Nature of claim

Amount requested

76. **Trusts, equitable or future interests in property**77. **Other property of any kind not already listed** Examples: Season tickets, country club membership78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$625,000.0079. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**

No



Yes

Debtor Interactive Health Holdings Corp.
Name

Case number (If known) _____

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$0.00</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>Unknown</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$0.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ <u>\$625,000.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$625,000.00</u>	+ 91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$625,000.00</u>

Fill in this information to identify the case:

Debtor name Interactive Health Holdings Corp.United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

	Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
2.1. <u>Bank of Montreal</u> Creditor's Name Attn: Adam Lively 111 West Monroe St. Chicago, IL 60603 Creditor's mailing address Creditor's email address, if known Date debt was incurred 07/20/2015 Last 4 digits of account number Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority. Underlying holders	Describe debtor's property that is subject to a lien First lien on substantially all assets of the debtor Describe the lien Term loan and revolving loan Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H) As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$116,434,795.06 Unknown
2.2. <u>Solar Capital, Ltd.</u> Creditor's Name Attn: Philip Guerin And Julie Greenberg 500 Park Avenue, 3rd Floor. New York, NY 10022 Creditor's mailing address Creditor's email address, if known Date debt was incurred 07/20/2015 Last 4 digits of account number	Describe debtor's property that is subject to a lien Second lien on substantially all assets of the debtor Describe the lien Term loan Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H)	\$68,009,057.40 Unknown

Debtor	<u>Interactive Health Holdings Corp.</u>	Case number (if known)	
	<small>Name</small>		
Do multiple creditors have an interest in the same property?		As of the petition filing date, the claim is:	
<input type="checkbox"/> No		Check all that apply	
<input checked="" type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Underlying holders			

3.	Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.	\$184,443,852.46
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Debtor Interactive Health Holdings Corp. Case number (if known) _____
Name

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

Chapman and Cutler LLP
Attn: Stephen R. Tetrow II
111 West Monroe Street
Chicago, IL 60603

On which line in Part 1 did you enter the related creditor?

Line 2. 1

Last 4 digits of account number for this entity

Name and address

Stroock & Stroock & Lavan LLP
Attn: Jayme Goldstein
180 Maiden Lane
New York, NY 10038

On which line in Part 1 did you enter the related creditor?

Line 2._2

Last 4 digits of account number for this entity

Name and address

On which line in Part 1 did you enter the related creditor?

Line 2._

Last 4 digits of account number for this entity

Name and address

On which line in Part 1 did you enter the related creditor?

Line 2._

Last 4 digits of account number for this entity

Name and address

On which line in Part 1 did you enter the related creditor?

Line 2._

Last 4 digits of account number for this entity

Fill in this information to identify the case:Debtor name Interactive Health Holdings Corp.United States Bankruptcy Court for the: DISTRICT OF DELAWARECase number (if known) 20-11527 (BLS)☐ Check if this is an amended filing**Official Form 206E/F****Schedule E/F: Creditors Who Have Unsecured Claims**

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☒ No. Go to Part 2.☐ Yes. Go to line 2.**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

3.1 Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Date or dates debt was incurred _____

Last 4 digits of account number _____

Basis for the claim: _____

Is the claim subject to offset? ☐ No ☐ Yes**Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part 1 or Part 2 is the related creditor (if any) listed?

Last 4 digits of account number, if any

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

Total of claim amounts	
5a. \$	<u>0.00</u>
5b. + \$	<u>0.00</u>
5c. \$	<u>0.00</u>

Fill in this information to identify the case:Debtor name Interactive Health Holdings Corp.United States Bankruptcy Court for the: DISTRICT OF DELAWARECase number (if known) 20-11527 (BLS)☐ Check if this is an amended filing**Official Form 206G****Schedule G: Executory Contracts and Unexpired Leases**

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.**1. Does the debtor have any executory contracts or unexpired leases?**☒ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.☐ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal* (Official Form 206A/B).*Property***2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

2.1 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract _____

2.2 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract _____

2.3 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract _____

2.4 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract _____

Fill in this information to identify the case:Debtor name Interactive Health Holdings Corp.United States Bankruptcy Court for the: DISTRICT OF DELAWARECase number (if known) 20-11527 (BLS)☐ Check if this is an amended filing**Official Form 206H
Schedule H: Your Codebtors****12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

*Column 1: Codebtor**Column 2: Creditor***Name****Mailing Address****Name***Check all schedules that apply:*

2.1 **Health Solutions Services, Inc.** 11409 Cronhill Drive Suite K-R Owings Mills, MD 21117

Bank of Montreal

☒ D 2.1
☐ E/F _____
☐ G _____

2.2 **Health Solutions Services, Inc.** 11409 Cronhill Drive Suite K-R Owings Mills, MD 21117

Solar Capital Ltd

☒ D 2.2
☐ E/F _____
☐ G _____

2.3 **Health Solutions, Inc.** 11409 Cronhill Drive Suite K-R Owings Mills, MD 21117

Bank of Montreal

☒ D 2.1
☐ E/F _____
☐ G _____

2.4 **Health Solutions, Inc.** 11409 Cronhill Drive Suite K-R Owings Mills, MD 21117

Solar Capital Ltd

☒ D 2.2
☐ E/F _____
☐ G _____

Debtor Interactive Health Holdings Corp.Case number (if known) 20-11527 (BLS)**Additional Page to List More Codebtors**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.5	IHS Intermediate, Inc.	1700 E Golf Road Suite 900 Schaumburg, IL 60173	Bank of Montreal	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.6	IHS Intermediate, Inc.	1700 E Golf Road Suite 900 Schaumburg, IL 60173	Solar Capital Ltd	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.7	Interactive Health New York, LLC	1700 E Golf Road Suite 900 Schaumburg, IL 60173	Bank of Montreal	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.8	Interactive Health New York, LLC	1700 E Golf Road Suite 900 Schaumburg, IL 60173	Solar Capital Ltd	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.9	Interactive Health Solutions, Inc.	1700 E Golf Road Suite 900 Schaumburg, IL 60173	Solar Capital Ltd	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.10	Interactive Health Solutions, Inc.	1700 E Golf Road Suite 900 Schaumburg, IL 60173	Bank of Montreal	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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Fill in this information to identify the case:Debtor name Interactive Health Holdings Corp.United States Bankruptcy Court for the: DISTRICT OF DELAWARECase number (if known) 20-11527 (BLS)☐ Check if this is an amended filingOfficial Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 12, 2020**X /s/ Matthew Manning**

Signature of individual signing on behalf of debtor

Matthew Manning

Printed name

Former CRO and Designated Representative

Position or relationship to debtor